

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

SECURITIES INVESTOR PROTECTION
CORPORATION,

Plaintiff,

v.

BERNARD L. MADOFF INVESTMENT
SECURITIES LLC,

Defendant.

In re:

BERNARD L. MADOFF,

Debtor.

Adv. Pro. No. 08-01789 (BRL)

SIPA Liquidation

(Substantively Consolidated)

**ORDER APPROVING APPLICATION OF ATTIAS & LEVY AS SPECIAL COUNSEL
TO THE TRUSTEE FOR ALLOWANCE OF FINAL COMPENSATION AND
REIMBURSEMENT OF FEES PREVIOUSLY HELD BACK BY SIPC**

This matter came before the Court on December 19, 2012 on the application (“Application”)¹ of Attias & Levy, special counsel for Irving H. Picard (“Trustee”), Trustee for the substantively consolidated liquidation proceeding of Bernard L. Madoff Investment Securities LLC, and Bernard L. Madoff, with the support and approval of the Securities Investor Protection Corporation (“SIPC”), for entry of an order for interim and final allowance, pursuant to section 78eee(b)(5) of the Securities Investor Protection Act, 15 U.S.C. §§ 78aaa, *et seq.* (“SIPA”),² sections 330(a) and 331 of title 11 of the United States Code (the “Bankruptcy Code”), Rule 2016 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), and Rule 2016-1 of the Local Rules for the Bankruptcy Court for the Southern District of New York (the “Local Rules”), for compensation for professional services rendered and for reimbursement of actual and necessary expenses incurred during the period

¹ Capitalized terms not otherwise defined herein shall have the meanings ascribed to them in the Application.

² For convenience, future references to SIPA will not include “15 U.S.C.”

commencing February 1, 2012 through and including April 30, 2012 (the “Compensation Period”) and all amounts previously held back in prior applications in the amounts listed on Schedule A attached hereto, pursuant to the Order Pursuant to Section 78eee(b)(5) of SIPA, Sections 105, 330 and 331 of the Bankruptcy Code, Bankruptcy Rule 2016(a) and Local Bankruptcy Rule 2106-1 Establishing Procedures Governing Interim Monthly Compensation of Trustee and Baker & Hostetler LLP, dated February 25, 2009 (ECF No. 126), as amended on December 17, 2009 and June 1, 2011 (ECF Nos. 1078 and 4125), as more fully set forth in the Application and as listed on Schedules A and B attached hereto; and the Court having jurisdiction to consider the Application and the relief requested therein in accordance with section 78eee(b)(4) of SIPA, the Protective Decree entered on December 15, 2008 by the United States District Court for the Southern District of New York in Case No. 08 Civ. 10791, and 28 U.S.C. §§ 157 and 1334; and it appearing that sufficient notice of the Application having been given by November 28, 2012 (ECF No. 5112), and no other notice being necessary; and SIPC having filed its recommendation in support of the Application on December 14, 2012 (ECF No. 5153) pursuant to section 78eee(b)(5)(C) of SIPA; and no objections having been filed; and a hearing (the “Hearing”) having been held on December 19, 2012 to consider the Application; and the Court having determined that the legal and factual bases set forth in the Application establish just cause for the relief granted therein; and after due

deliberation and sufficient cause appearing therefore; and for the reasons stated on the record at the Hearing, it is hereby

ORDERED, ADJUDGED and DECREED that the Application is granted as set forth in Schedules A and B.

Dated: New York, New York
February 21, 2013

/s/Burton R. Lifland
HONORABLE BURTON R. LIFLAND
UNITED STATES BANKRUPTCY JUDGE

Adv. Pro. No.: 08-01789 (BRL)

Securities Investor Protection Corporation v. Bernard L. Madoff Investment Securities LLC
In re Bernard L. Madoff

Schedule A

CURRENT INTERIM FEE PERIOD

February 1, 2012 – April 30, 2012

(1) Applicant	(2) Date/Document Number of Application	(3) Interim Fees Requested on Application	(4) Fees Allowed	(5) Fees to be Paid for Current Fee Period	(6) Fees to be Paid for Prior Fee Period(s) (if any) (i.e., Holdback Release)	(7) Total Fees to be Paid	(8) Interim Expenses Requested	(9) Expenses to be Paid for Current Fee Period
Attias & Levy, Special Counsel to the Trustee	11/29/12 (Dkt 5113)	\$272,852.15	\$272,852.15	\$12,832.49	\$260,019.66	\$272,852.15	\$1,279.73	\$1,279.73

DATE 2/21/2013 INITIALS: /s/BRL USBJ

Adv. Pro. No.: 08-01789 (BRL)

Schedule B

*Securities Investor Protection Corporation v. Bernard L. Madoff Investment Securities LLC**In re Bernard L. Madoff***FINAL FEE APPLICATION TOTALS**

March 13, 2009 – April 30, 2012

(1) Applicant	(2) Total Fees Requested	(3) Total Fees Paid	(4) Total Expenses Requested	(5) Total Expenses Paid
Attias & Levy, Special Counsel to the Trustee	\$1,312,930.81	\$1,312,930.81	\$76,635.62	\$76,635.62

DATE 2/21//2013

INITIALS: /s/BRL USBJ